

# CORPORATE GOVERNANCE REPORT

## 企業管治報告書

The interim financial report for the Period has been reviewed by the audit committee of the Company.

本財務期的中期財務報告已經本公司審核委員會審閱。

During the Period, the Company was in compliance with the Code provisions, with the following exception:

本公司於本財務期內一直遵守守則條文，惟以下除外：

The non-executive directors were not appointed for a specific term, but are subject to retirement by rotation and re-election at the Company's annual general meeting in accordance with the Company's articles of association.

非執行董事是沒有指定的任期，惟須根據本公司組織章程細則於本公司的股東周年大會上輪值告退及膺選連任。

Having made specific enquiries of all Directors, the Company confirmed that during the Period, all Directors have complied with the required standards as set out in the "Model Code for Securities Transactions by Directors of Listed Issuers" contained in Appendix 10 to the Listing Rules.

在向所有董事作出特定查詢之後，本公司確認所有董事於本財務期內均有遵守上市規則附錄十所載的「有關上市發行人之董事進行證券交易之標準守則」所訂定的標準。

As at the date of this report, the audit committee of the Company comprises two independent non-executive directors. Following the resignation of Mr. Lau Wai Kit on 20 July 2009, the number of independent non-executive directors and members of the audit committee of the Company fell below the minimum number required under Rule 3.10(1) and Rule 3.21 of the Listing Rules. The Company is looking for a suitable candidate to fill the vacancy of an independent non-executive director to meet the minimum required number of independent non-executive directors and audit committee members under Rule 3.10(1) and Rule 3.21 of the Listing Rules as soon as possible within three months from the date of failing to meet these requirements.

於本報告日，本公司審核委員會包括兩位獨立非執行董事。繼劉偉傑先生於二零零九年七月二十日辭任後，本公司獨立非執行董事及審核委員會成員人數少於上市規則第3.10(1)條及第3.21條所規定之最低人數。本公司正物色合適人選填補獨立非執行董事之空缺，以於可行情況下儘早及自違反該等規定起計三個月內，符合上市規則第3.10(1)條及第3.21條之最低獨立非執行董事及審核委員會成員人數規定。

By order of the Board  
**Lin Fan**  
*Chairman*

承董事會命  
董事長  
林帆

Hong Kong, 17 August 2009

香港，二零零九年八月十七日